

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Monitronics International, Inc.		04/20/2012	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	135 S. LaSalle Street
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	2034953	MONITRONICS
Registration Number:	2308760	MONITRONICS INTERNATIONAL, INC.
Registration Number:	3069549	INTERACTIVE AUDIO VERIFICATION
Registration Number:	3058333	THE MONITORING EXPERTS
Registration Number:	3380877	MONITRONICS
Registration Number:	3384532	
Registration Number:	3882868	MONITRONICS
Registration Number:	3882860	
Registration Number:	2423942	MONINET
Registration Number:	2499566	FOUR DOMES OF PROTECTION
Registration Number:	2656813	STATIONLINK

CORRESPONDENCE DATA

Fax Number: 4155911400

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent*

**TRADEMARK**

*via US Mail.*

Phone: 415-591-1000  
Email: trademarksSF@winston.com  
Correspondent Name: Kimberly Eckhart, Winston & Strawn LLP  
Address Line 1: 101 California Street  
Address Line 2: Suite 3900  
Address Line 4: San Francisco, CALIFORNIA 94111

ATTORNEY DOCKET NUMBER:	001740.00228
NAME OF SUBMITTER:	Kimberly A. Eckhart
Signature:	/Kimberly A. Eckhart/
Date:	05/31/2012

**Total Attachments: 5**

source=Monitronics-BofA-IP Security Agreement#page1.tif  
source=Monitronics-BofA-IP Security Agreement#page2.tif  
source=Monitronics-BofA-IP Security Agreement#page3.tif  
source=Monitronics-BofA-IP Security Agreement#page4.tif  
source=Monitronics-BofA-IP Security Agreement#page5.tif

## INTELLECTUAL PROPERTY SECURITY AGREEMENT

Intellectual Property Security Agreement (this "Agreement") dated as of April 20, 2012 by and between MONITRONICS INTERNATIONAL, INC., a Texas corporation (the "Grantor"), having its chief executive office at 12801 North Stemmons Freeway, Suite 821, Dallas, Texas 75234 and BANK OF AMERICA, N.A., as Administrative Agent (the "Administrative Agent"), with offices at 135 S. LaSalle Street, Chicago, Illinois 60603.

This Agreement is executed pursuant to the terms of (a) the Credit Agreement dated as of March 23, 2012 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement") among the Grantor, the Administrative Agent and the other Lenders party thereto and (b) the Pledge and Security Agreement dated as of March 23, 2012 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Pledge and Security Agreement") executed by the Grantor and the other Loan Parties party thereto in favor of the Administrative Agent, for the ratable benefit of itself and the Secured Parties. Capitalized terms used herein but not defined herein shall have the meaning assigned to them in the Credit Agreement or the Pledge and Security Agreement, as applicable.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the Grantor hereby confirms the grant pursuant to the Pledge and Security Agreement, to the Administrative Agent, for the ratable benefit of itself and the Secured Parties, of a continuing security interest in all of the Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter arising or acquired:

(i) all trademarks and all of the goodwill of the business connected with the use of, and symbolized by, each trademark of the Grantor, including, without limitation, each trademark listed on Schedule A;

(ii) all income, royalties, and damages hereafter due or payable with respect to any trademark, including, without limitation, each trademark listed on Schedule A; and

(iii) all claims by the Grantor against third parties for (a) income, royalties, and damages hereafter due or payable with respect to any trademark, (b) past, present or future infringement, unfair competition, false advertising, misappropriation, or dilution of any trademark or (c) injury to the goodwill associated with any trademark, including without limitation, any trademark listed on Schedule A.

The rights and remedies of the Administrative Agent with respect to the security interest described herein are set forth in the Pledge and Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Agreement are deemed to conflict with the Pledge and Security Agreement, the provisions of the Pledge and Security Agreement shall govern.

[Signature Pages Follow]

IN WITNESS WHEREOF, the undersigned has executed this Agreement as of the date first above written.

MONITRONICS INTERNATIONAL, INC.,  
as Grantor


By: 

Name: Stephen M. Hedrick

Title: Vice President – Finance & Treasurer

Agreed and Accepted as of the 20<sup>th</sup> day of  
April, 2012.

BANK OF AMERICA, N.A.,  
as Administrative Agent

By:   
Name: Angela Larkin  
Title: Assistant Vice President

Schedule A  
to  
Intellectual Property Security Agreement

TRADEMARKS

**Trademark and trademark applications:**

FILED	SERIAL NO	MARK	GOODS/SERVICES	REG NO	REG DATE
United States					
06/19/95	74/690,652	MONITRONICS	Class 36: Financing services for security alarm dealers; Class 42: Monitoring services for security alarm systems	2034953	2/4/1997
07/27/98	75/525,459	MONITRONICS INTERNATIONAL, INC. & Design (Orig.)	Class 42: Monitoring services for security alarm systems	2308760	1/18/2000
11/22/04	78/521,390	INTERACTIVE AUDIO VERIFICATION	Class 45: Monitoring services for security and alarm systems; monitoring services for security and alarm systems including two-way voice communication features	3069549	3/14/2006
11/22/04	78/521,367	THE MONITORING EXPERTS	Class 45: Monitoring services for security and alarm systems	3058333	2/7/2006
06/06/07	77/199,680	MONITRONICS & Design (New vers.; color)	Class 36: Financing services for security alarm dealers; Class 45: Monitoring services for security alarm systems	3380877	2/12/2008
06/07/07	77/200,646	MISC. DESIGN (New vers. "M" logo; color)	Class 36: Financing services for security alarm dealers; Class 45: Monitoring services for security alarm systems	3384532	2/19/2008
04/12/10	85/011,896	MONITRONICS & Design (New vers.; unshaded)	Class 36: Financing services for security alarm dealers; Class 37: Fire and burglar alarm installation and repair services Class 45: monitoring services for security alarm systems-	3,882,868	11/30/2010
04/12/10	85/011,594	MISCELLANEOUS DESIGN (New vers. "M" logo; unshaded)	Class 36: Financing services for security alarm dealers; Class 37: Fire and burglar alarm installation and repair services Class 45: monitoring services for security alarm systems	3,882,860	11/30/2010
01/11/99	75/619,902 [INACTIVE]	MONINET	Class 42: Monitoring burglar and security alarms	2,423,942	01/23/2001
10/18/99	75/824,934 [INACTIVE]	FOUR DOMES OF PROTECTION	Class 42: Monitoring and dispatch services for securing alarm systems	2,499,566	10/23/2001

1/11/99	75/619,903 [INACTIVE]	STATION LINK	Class 42: Monitoring burglar and security alarms at an alarm monitoring center and providing information to customers regarding the status of security operations via a global computer network	2656813	12/03/2002
<b>Canada</b>					
05/24/05	1258687 Canada	MONITRONICS	Financing services for security alarm dealers; Monitoring services for security alarm systems	TMA706522	2/5/2008
05/24/05	1258690 Canada	MONITRONICS INTERNATIONAL, INC. (& Design)	Monitoring services for security alarm systems	TMA705947	1/29/2008
12/06/07	1375060 Canada	MONITRONICS & Design (New vers.; color)	Financing services for security alarm dealers; monitoring services for security alarm systems	TMA758798	02/04/10
12/06/07	1375053 Canada	WING DESIGN Miscellaneous Design (New vers. "M" logo; color)	Financing services for security alarm dealers; monitoring services for security alarm systems	TMA758909	02/05/10
07/05/10	1487487 Canada	MONITRONICS & Design (New vers.; unshaded)	Financing services for security alarm dealers; fire and burglar alarm installation and repair services; monitoring services for security alarm systems	TMA808972	10/31/11
07/05/10	1487481 Canada	MONITRONICS LOGO MISCELLANEOUS DESIGN (New vers. "M" logo; unshaded)	Financing services for security alarm dealers; fire and burglar alarm installation and repair services; monitoring services for security alarm systems	TMA808977	10/31/11